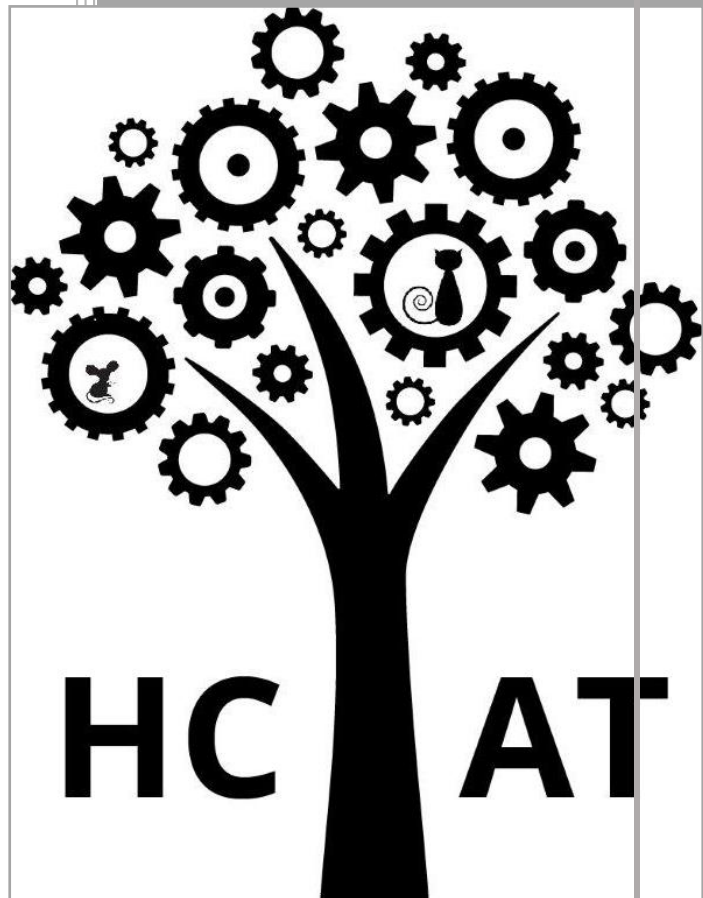


# Hoyland Common Academy Trust HCAT Constitution and Terms of Reference 2020



Reviewed – 18/9/20

Revised – 18/9/20

## **1. Introduction**

The Board of Trustees of the HCAT is required to approve a Governance structure for the Trust on an annual basis.

The governance structure must be:

- Compliant with DfE requirements, company and charity law
- scalable and so adaptable to growth or change in the Academy Trust
- capable of being serviced by the Trustees of the Academy Trust and members of the Local Governing Body

## **2. Rationale**

The proposed structure meets the minimum requirements stated in the Academies Financial Handbook (a Board of Trustees and an Audit and Risk Committee) and the Articles of Association, which require a Local Governing Body for the Academy.

In addition it is proposed to have a Finance and Resources Committee and other Committees as and when required which service the needs of the Academy at a point in time when it is deemed necessary.

## **3. Delegated powers**

HCAT has a strategic role in the running all of the Schools within the Trust.

The Academy Trust has approved a Scheme of Delegation defining the powers and functions that are reserved for the Board and its Committees, which is set out below.

Any delegated decision must be reported to the next full Trustees' meeting but a decision taken under delegated powers is binding and immediately effective.

In exercising its strategic role, HCAT Board will retain exclusive responsibility for the following:

### **4. Powers Retained by the Trust Board**

4.1 Ensuring compliance with the Trust's duties under Company Law and Charity Law and agreements made with the DfE, including the Funding Agreement, and the Deed of Gift

4.1.2 The determination of the educational character and mission of the schools

4.1.3 Ensuring the solvency of the Academy Company and Charity, safeguarding its assets and delivering its charitable outcomes

4.1.4 The appointment or dismissal of the CEO

4.1.5 Ensuring the continued charitable status of the Company

4.1.6 Setting key strategic objectives and targets and reviewing performance against these

4.1.7 Determination of the establishment, constitution, membership, proceedings and delegated powers and functions of the Governing Body and committees and their annual review and revision

4.1.8 The approval of Academy Trust policies, not delegated to the Local Governing Body to include Admissions and Child Protection

4.1.9 The approval of annual estimates of income and expenditure for the Academy at the beginning of the academic year

4.1.10 To approve the appointment/resignation of the auditors for the Trust on an annual basis

4.1.11 The approval of the Trust year end accounts

4.1.12 Entering into all contracts on behalf of the Trust

4.1.13 To authorise expenditure or income over the value of £49,999

4.1.14 To authorise the opening of a bank account

4.1.15 To approve the pay structure for the Trust

4.1.16 To monitor the standards and progress of pupils at each school

## **5. Relationship between the Academy Trust, the Local Governing Body and the Committees**

5.1 The Academy Trust Board will delegate power to the Local Governing Body and supporting committees

5.2 The Local Governing Body will have delegated power to monitor the role of the Academy at an operational day to day level and review:

- the management and organisation of the Academy
- the implementation of the decisions of the Board and the CEO
- the implementation of policies monitoring pupil welfare and behaviour
- the implementation of policies approved by the Board
- the implementation of all extended school activities

5.3 Every meeting of the Local Governing Body will consider the curriculum, pupil welfare, site issues and extended school issues as standing agenda items.

5.4 Finance issues which require further detailed consideration will be referred by the Local Governing Body to the COO who will consult with the CEO to determine whether the matter is referred to the Finance and Resources Committee.

5.5 It is not proposed that the Local Governing Body will have any standing sub-committees. However it may be necessary from time to time by agreement with the Chair person to establish a single purpose working party of the Governing Body in order to deal with an issue that cannot be dealt with adequately by the Governing Body in one of its scheduled meetings. Any such working party will be disbanded as soon as its work is complete.

5.6 The 'normal' termly schedule of meetings should commence with the Local Governing Body in the first half of the term, followed by the Academy Trust Board and Finance and Resources

Committee. This allows actions and decisions made by a Governing Body or Committee to be reported to the Board as required by the Articles of Association and within a termly cycle.

5.7 Meetings for the other committees will be scheduled as the need arises.

5.8 The supporting committees will report directly to the Trust board, but will support the work of the Local Governing Body.

5.9 The committees that will report directly to the Academy Trust are currently the Audit and Risk, Finance and Resources, Standards, Admissions, Discipline, Appeals and Performance Management Committees.

- The Audit and Risk Assurance Committee should support the Board and Accounting Officer by reviewing the comprehensiveness and reliability of assurances on governance, risk management, the control environment and the integrity of financial statements and the annual report.
- The overall purpose of the Finance and Resources Committee is to keep under review the financial position, to ensure that suitable arrangements are in place to secure economy, efficiency and effectiveness in the use of all resources, and to oversee policy and strategy development, and to provide assurance that these and the organisational arrangements are working effectively.
- The Standards committee will be responsible for all attainment and progress related matters
- The Admissions committee will be responsible for all admissions that are not referred to the full Governing Body Board
- The Discipline committee will deal with all student behaviour issues and any staff discipline issues in relation to the CEO
- The Appeals committee will deal with any appeals from staff/pupils or the public
- The Performance Management committee will deal with the performance management for the CEO
- The Terms of Reference for each committee will be reviewed at the first meeting of the committee in the new academic year cycle. These will then be presented to the board for approval
- Each committee must have a Chair and must have a minimum of 3 members to be quorate

## **6. Constitution**

6.1 The Trust will have 9 Directors.

6.2 The Directors will be known as Trustees. Non-Trustees will be known as Governors.

6.3 The CEO can attend all meetings of any committee established by the Trust but in some instances, this may only be in an advisory capacity. When an issue is being discussed which directly affects the CEO he/she must, as with any other Trustee/Governor in a similar position, declare an interest and physically withdraw from the meeting.

6.4 The legal minimum quorum for committee meetings is four voting Trustees/Governors.

6.5 Associate members may be appointed to a committee by the Trust Board and may be given voting rights. However, a majority of the members serving on the committee must be Trustees, except in the case of the Local Governing Body.

6.6 No vote on any matter shall be taken at a meeting of a committee of the Trustees, unless the majority of members of the committee present are Trustees except in the case of the Local Governing Body.

6.7 The appointed Clerk will undertake the clerking of the Committee.

6.8 The minutes shall be included as an Agenda item for consideration at the next meeting of the full Board where appropriate.

6.9 All decisions made by Committees with delegated powers must be reported to the next full meeting of the Board. If the minutes are not finalised a brief statement of the conclusions reached should be given.

6.10 The Chair of the Local Governing Body and the Chair of each Committee will be appointed at the first Committee meeting of every second academic year.

6.11 All Trustees/Governors are encouraged to attend training regularly and review training needs annually. This training will be arranged by the Academy.

6.12 The term of office for any Trustee or Governor shall be 4 years, save that this time limit shall not apply to the CEO. Subject to remaining eligible to be a particular type of Trustee, any Trustee or Governor may be re-appointed or re-elected.

## **7. Local Governing Body**

The terms of reference for each committee is attached as Appendix 1

### **7.1 Purpose**

The Local Governing Body will be responsible for the operational day to day running of the academy to include

- the management and organisation of the Academy in line with the School Improvement Plan and Cohort Plans/Department Plans
- the implementation of decisions of the Academy Trust Board and the CEO
- the implementation of policies approved by the Board and the approval of Local School Policies
- Pupil welfare and safeguarding
- Behaviour and Anti-Bullying
- Curriculum
- Teaching and Learning
- Assessment
- Inclusion
- Parent and Pupil Voice
- Uniform
- Relationships and sex education (RSE) and health education
- RE
- Health and Safety of the site
- Implementation of all extended school activities

### **7.2 Membership**

7.2.1 The membership of the Local Governing Body will be agreed on an annual basis

7.2.2 The CEO and the Schools Headteacher is an ex officio member of the Local Governing Body

7.2.3 The Governing Body constitution must not be smaller than seven members, and must include:

- at least a parent governor;
- the headteacher;
- one, and only one support staff governor and one, and only one Teaching Staff governor;

The governing body may appoint as many additional co-opted governors as they consider necessary. However, co-opted governors cannot also be members of staff.

There is no upper limit but governing bodies should have regard to this statutory guidance in deciding their size.

### **7.3. Attendance at Local Governing Body meetings**

7.3.1 Any Trustee may attend meetings of any of the Academy Trust, Local Governing Bodies and Committees.

7.3.2 The Local Governing Body may invite attendance at meetings from persons who are not Trustees/Governors to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

### **7.4. Quorum**

7.4.1 The quorum is three Governors who are members of the Local Governing Body.

### **7.5 Voting at Local Governing Body meetings**

7.5.1 Only members of the Local Governing Body may vote at its meetings

7.5.2 The Chair will have a casting vote

### **7.6. Appointment of Chair**

7.6.1 The Chair of the Local Governing Body will be elected on a bi-annual basis at the first meeting of the Local Governing Body in the autumn term.

7.6.2 No Trustee/Governor who is employed by the Academy Trust will act as Chair to the Local Governing Body.

7.6.3 In the absence of the Chair the Local Governing Body will elect a temporary replacement from among the Trustees/Governors present at the meeting subject to 7.6.2 above

### **7.7. Clerk**

7.7.1 The clerk of the Local Governing Body will be specifically appointed to serve the Governing body.

7.7.2 In the absence of the clerk the Local Governing Body will appoint a replacement clerk for the meeting.

7.7.3 The clerk will circulate an agenda and papers for each meeting at least a week before the Local Governing Body meeting.

### **7.8. Recording and reporting the proceedings of Local Governing Body meetings**

7.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

### **7.9. Frequency of meetings and programme of work**

7.9.1 The Local Governing Body will meet as often as is necessary to fulfil its responsibilities and at least once each term.

7.9.2 The Chair of the Local Governing Body should meet with the Head teacher and/or CEO of the Academy to plan the Local Governing Body's work in relation to the development plans of the Academy Trust.

### **7.10 Review Date**

7.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

## **8. Audit and Risk Committee**

### **8.1 Purpose**

To assist the decision making of the Trustees, and support the Board and Accounting Officer by reviewing the comprehensiveness and reliability of assurances on governance, risk management, the control environment and the integrity of financial statements and the annual report. To make appropriate comments and recommendations on such matters to the Board of Trustees on regular basis.

Major issues will be referred to the Board of Trustees for ratification.

### **8.2 Membership**

8.2.1 The membership of these Committees will be agreed on an annual basis.

8.2.2 The COO of the Academy Trust is an ex-officio member of the Committee.

### **8.3 Attendance at Audit and Risk Committee meetings.**

8.3.1 Any Trustee may attend meetings of any Academy Trust Local Governing Body, or Committee

8.3.2 The Committee may invite attendance at meetings from persons who are not Trustees to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

### **8.4. Quorum**

8.4.1 The quorum is three members of the Committee

#### **8.5. Voting at committee meetings**

8.5.1 Only members of the Committee may vote at Committee meetings.

8.5.2 The Chair will have a casting vote.

8.5.3 No decision on any matter shall be made at a meeting of a Finance and Risk Committee unless the majority of members of the Committee present are Trustees

#### **8.6. Appointment of Chair**

8.6.1 The Chair of the Committee will be elected on a bi-annual basis at the first meeting of the Board of Trustees in the autumn term or at the first meeting of the Committee.

8.6.2 No Trustee who is employed by the Academy Trust will act as Chair to the Committee.

8.6.3 In the absence of the Chair the Committee will elect a temporary replacement from among the directors present at the meeting subject to 8.6.2 above.

#### **8.7. Clerk**

8.7.1 The clerk of the Committee is the secretary of the company but other persons may be appointed to undertake these functions as necessary.

8.7.2 In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

8.7.3 The clerk will circulate an agenda and papers for each meeting at least a week before the committee meeting.

#### **8.8. Recording and reporting the proceedings of committee meetings**

8.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the committee to the clerk to the Board of Trustees

8.8.2 The Chair of the Committee will be responsible for giving an oral summary of the Committee's deliberations if necessary at meetings of the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

#### **8.9 Frequency of meetings and programme of work**

8.9.1 The Committee will meet as often as is necessary to fulfil its responsibilities.

#### **8.10. Review date**

8.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.



## **9. Finance and Resources Committee**

### **9.1 Purpose**

To assist the decision making of the Trustees, the overall purpose of the Finance and Resources Committee is to keep under review the financial position, to ensure that suitable arrangements are in place to secure economy, efficiency and effectiveness in the use of all resources, and to oversee policy and strategy development, and to provide assurance that these and the organisational arrangements are working effectively. To make appropriate comments and recommendations on such matters to the Board of Trustees on regular basis.

Major issues will be referred to the Board of Trustees for ratification.

### **9.2 Membership**

9.2.1 The membership of these Committees will be agreed on an annual basis.

9.2.2 The COO of the Academy Trust is an ex-officio member of the Committee.

### **9.3 Attendance at Finance and Resources Committee meetings.**

9.3.1 Any Trustee may attend meetings of any Academy Trust Local Governing Body, or Committee

9.3.2 The Committee may invite attendance at meetings from persons who are not Trustees to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

### **9.4. Quorum**

9.4.1 The quorum is three members of the Committee

### **9.5. Voting at committee meetings**

9.5.1 Only members of the Committee may vote at Committee meetings.

9.5.2 The Chair will have a casting vote.

9.5.3 No decision on any matter shall be made at a meeting of a Finance and Resources Committee unless the majority of members of the Committee present are Trustees.

### **9.6. Appointment of Chair**

9.6.1 The Chair of the Committee will be elected on an bi-annual basis at the first meeting of the Board of Trustees in the autumn term or at the first meeting of the Committee.

9.6.2 No Trustee who is employed by the Academy Trust will act as Chair to the Committee.

9.6.3 In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting subject to 9.6.2 above.

## **9.7. Clerk**

9.7.1 The clerk of the Committee is the secretary of the company but other persons may be appointed to undertake these functions as necessary.

9.7.2 In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

9.7.3 The clerk will circulate an agenda and papers for each meeting at least a week before the committee meeting.

## **9.8. Recording and reporting the proceedings of committee meetings**

9.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the committee to the clerk to the Board of Trustees

9.8.2 The Chair of the Committee will be responsible for giving an oral summary of the Committee's deliberations if necessary at meetings of the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

## **9.9 Frequency of meetings and programme of work**

9.9.1 The Committee will meet as often as is necessary to fulfil its responsibilities.

9.9.2 The Chair of the Committee should meet with the Chair of the Trust and the CEO to plan work in relation to the Academy's Development Plan.

## **9.10. Review date**

9.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.

## **10. Staff Discipline Committee**

### **10.1 Purpose**

10.1.1 To resolve any issues relating to staffing not delegated by the Trust.

10.1.2 To make appropriate comments and recommendations on such matters to the Board of Trustees.

### **10.2. Membership**

10.2.1 The membership of the Committee will be agreed on a case by.

9.2.2 The membership for the 2020/21 academic year shall be any Trustee or Governor subject to the Articles.

10.2.3 No Committee member may participate in the meeting if they have a connection with or knowledge of the issue that might affect their impartiality.

10.2.4 The Chair has a casting vote.

### **10.3. Attendance at Committee meetings.**

10.3.1 Any Trustee may attend meetings of any Academy Committee and Local Governing Body.

### **10.4. Quorum**

10.4.1 The quorum is three Trustees/Governors subject to the Articles.

### **10.5. Voting at Committee meetings**

10.5.1 Only members of the committee may vote at Committee meetings.

10.5.2 The Chair will have the casting vote.

10.5.3 No decisions on any staffing matter shall be made unless the majority of members of the Committee present are Trustees or Governors.

### **10.6. Appointment of Chair**

10.6.1 The chair of the Committee will be elected on a case by case basis.

10.6.2 In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

### **10.7. Clerk**

10.7.1 The clerk of the Discipline Committee will be appointed to this position.

10.7.2 In the absence of the clerk the Discipline Committee will appoint a replacement clerk for the meeting.

10.7.3 The clerk will circulate an agenda and papers in accordance with the requirements of the Secretary of State's Guidance.

### **10.8 Recording and reporting the proceedings of Committee meetings**

10.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

10.8.2 The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

### **10.9. Frequency of meetings and programme of work**

10.9.1 The committee will meet as often as is necessary to fulfil its responsibilities.

### **10.10. Review date.**

10.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

## **10.1A Student Discipline Committee**

The Pupil Discipline Committee is responsible for reviewing the Headteacher's decision to permanently exclude or exclude a pupil for any period in excess of 15 days in any one term. Governors must review fixed period exclusions that would result in a pupil being excluded for between 6 and 15 days, in total, in any one term, and the Pupil Discipline Committee will only need to call a hearing between 6 and 15 days if parents wish to make representations.

### **10.1A Purpose**

10.1.1A To comply with Annex 4 of the Funding Agreements between the Secretary of State and HCAT which obliges the Academy to have regard to the Secretary of State's Guidance on exclusions — 'Improving Behaviour and Attendance: Guidance on Exclusion from Schools and Pupil Referral Units'.

10.1.2A To make appropriate comments and recommendations on such matters to the Board of Trustees.

### **10.2.A Membership**

10.2.1A The membership of the Committee will be agreed on a case by case basis.

10.2.2A The membership for the 2020/21 academic year shall be any Trustee or Governor subject to the Articles. The committee will vote on the resolution that the pupil (student) be reinstated or not.

10.2.3A No Committee member may participate in the meeting if they have a connection with or knowledge of the issue that might affect their impartiality.

10.2.4A The Chair has a casting vote.

### **10.3.A Attendance at Committee meetings.**

10.3.1A Any Trustee may attend meetings of any Academy Committee and Local Governing Body.

### **10.4.A Quorum**

10.4.1A The quorum is three Trustees/Governors subject to the Articles.

### **10.5.A Voting at Committee meetings**

10.5.1A Only members of the committee may vote at Committee meetings.

10.5.2A The Chair will have the casting vote.

10.5.3A No decisions on any staffing matter shall be made unless the majority of members of the Committee present are Trustees or Governors. The committee will also vote to uphold the decision of the Principal to exclude.

### **10.6.A Appointment of Chair**

10.6.1A The chair of the Committee will be elected on a case by case basis.

10.6.2A In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

#### **10.7.A Clerk**

10.7.1A The clerk of the Discipline Committee will be appointed to this position.

10.7.2A In the absence of the clerk the Discipline Committee will appoint a replacement clerk for the meeting.

10.7.3A The clerk will circulate an agenda and papers in accordance with the requirements of the Secretary of State's Guidance.

#### **10.8A Recording and reporting the proceedings of Committee meetings**

10.8.1A The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

10.8.2A The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

#### **10.9.A Frequency of meetings and programme of work**

10.9.1A The committee will meet as often as is necessary to fulfil its responsibilities.

#### **10.10.A Review date.**

10.10.1A This Committee's meeting arrangements and terms of reference will be reviewed annually.

### **11. Admissions Committee**

#### **11.1. Purpose**

11.1.1 To oversee full compliance with Annex 2 of the Funding Agreement between the Secretary of State and HCAT which includes requiring the Academy to act in accordance with all relevant provisions of the statutory codes of practice on admissions and the law on admissions as it applies to maintained schools.

11.1.2 To make appropriate comments and recommendations on such matters to the Board of Trustees.

#### **11.2. Membership**

11.2.1 The membership of the Committee will be agreed on a case by case basis.

11.2.2 The membership for the 2020/21 academic year shall be any Trustee or Governor subject to the Articles.

11.2.3 No Committee member may participate in the meeting if s/he is related to or associated with a person involved in an admissions issue.

11.2.3 The Chair has a casting vote.

### **11.3. Attendance at Committee meetings.**

11.3.1 Any Trustee may attend meetings of any Academy Committee and Local Governing Body.

### **11.4. Quorum**

11.4.1 The quorum is three Trustees/Governors subject to the Articles.

### **11.5 Voting at Committee meetings**

11.5.1 Only members of the committee may vote at Committee meetings

11.5.2 The Chair will have the casting vote.

11.5.3 No decisions on any matter shall be made unless the majority of members of the Committee present are Trustees

### **1.6. Appointment of Chair**

11.6.1 The chair of the Committee will be elected on a case by case basis.

11.6.2 In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

### **11.7. Clerk**

11.7.1 The clerk of the Admissions Committee will be appointed to this position.

11.7.2 In the absence of the clerk the Admissions Committee will appoint a replacement clerk for the meeting.

11.7.3 The clerk will circulate an agenda and papers in accordance with the requirements of the Secretary of State's Guidance.

### **11.8. Recording and reporting the proceedings of Committee meetings**

11.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

11.8.2 The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

### **11.9. Frequency of meetings and programme of work**

11.9.1 The committee will meet as often as is necessary to fulfil its responsibilities.

#### **11.10. Review Date**

11.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

### **12. Standards Committee**

#### **12.1. Purpose**

When necessary to assist the decision making of the Trustees, by enabling more detailed consideration to be given to the ensuring that the school improvement priorities directly impact on improving the attainment and progress of all pupils and that the schools continue to aspire to ensure that all pupils fulfil their potential and that funding is used well to maximise the raising of standards.

12.1.2. To make appropriate comments and recommendations on such matters to the Board of Trustees.

#### **12.2. Membership**

12.2.1 The membership of the Committee will be agreed on case by case basis.

12.2.2 The membership for the 2020/21 academic year shall be any Committee member or Governor subject to the Articles.

12.2.3 The Chair has a casting vote.

#### **12.3. Attendance at Committee meetings.**

12.3.1 Any Trustee may attend meetings of any Academy Committees and Local Governing Bodies.

#### **12.4. Quorum**

12.4.1 The quorum is three Committee members subject to the Articles.

#### **12.5. Voting at Committee meetings**

12.5.1 Only members of the committee may vote at Committee meetings.

12.5.2 The Chair will have the casting vote.

12.5.3 No decisions on any matter shall be made unless the majority of members of the Committee present are Trustees,

#### **12.6. Appointment of Chair**

12.6.1 The chair of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the autumn term or at the first meeting of the Committee.

12.6.2 In the absence of the Chair the Committee will elect a temporary replacement from among the Committee member present at the meeting.

## **12.7. Clerk**

12.7.1 The clerk of the Standards Committee will be appointed to this position.

12.7.2 In the absence of the clerk the Standards Committee will appoint a replacement clerk for the meeting.

12.7.3 The clerk will circulate an agenda and papers in accordance with any statutory requirements.

## **12.8. Recording and reporting the proceedings of Committee meetings**

12.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

12.8.2 The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

## **12.9. Frequency of meetings and programme of work**

12.9.1 The committee will meet as often as is necessary to fulfil its responsibilities.

## **12.10. Review date.**

12.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

## **13. Appeals Committee**

### **13.1. Purpose**

13.1.1 To hear appeals on behalf of the Academy Trust.

13.1.2 To make appropriate comments and recommendations on such matters to the Board of Trustees.

13.1.3 To implement guidance on the conduct of appeals issued by the Secretary of State as it applies to Academies.

### **13.2. Membership**

13.2.1 The membership of the Committee will be agreed on case by basis

13.2.2 The membership for the 2020/21 academic year shall be any Committee member or Governor subject to the Articles.

13.2.2 No Committee member may participate in any appeal process if the Committee member is an employee of the Academy or has any prior involvement or association with the circumstances leading to the appeal.

13.2.3 The Chairman has a casting vote. The Chairman may not be an employee of the Academy.

### **13.3. Attendance at Committee meetings**



13.3.1 Any Trustee may attend meetings of any Academy Committees and Local Governing Bodies.

#### **13.4. Quorum**

13.4.1 The quorum is three Committee members subject to the Articles.

#### **13.5. Voting at Committee meetings**

13.5.1 Only members of the committee may vote at Committee meetings.

13.5.2 The Chairman will have the casting vote.

13.5.3 No decisions on any matter shall be made unless the majority of members of the Committee present are Trustees

#### **13.6. Appointment of Chair**

13.6.1 The chair of the Committee will be elected on case by case basis.

13.6.2 In the absence of the Chair the Committee will elect a temporary replacement from among the Committee member present at the meeting.

#### **13.7. Clerk**

13.7.1 The clerk of the Appeals Committee will be appointed to this position.

13.7.2 In the absence of the clerk the Appeals Committee will appoint a replacement clerk for the meeting.

13.7.3 The clerk will circulate an agenda and papers in accordance with any statutory requirements.

#### **13.8. Recording and reporting the proceedings of Committee meetings**

13.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

13.8.2 The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

#### **13.9. Frequency of meetings and programme of work**

13.9.1 The committee will meet as often as is necessary to fulfil its responsibilities.

#### **13.10. Review date**

13.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

### **14. Performance Management Committee**

#### **14.1 Purpose**

14.1.1 To apply the Performance Management Scheme for the CEO

14.1.2 To make recommendations on this matter to the Board of Trustees.

#### **14.2. Membership**

13.2.1 The membership of the Committee will be three Trustees.

14.2.2 Any Trustee who is employed by the Academy Trust may not be a member of the Performance Management Committee.

14.2.3 Any Trustee who has a business relationship, directly or indirectly with the Academy Trust or its Academies must have previously completed a declaration of interests for the academic year in question. The Clerk or the Trustees will re-state those interests in the Committee meeting.

#### **14.3. Attendance at Committee meetings.**

14.3.1 The Company Secretary will attend Committee meetings as clerk. In some cases an external advisor may also attend. Any such advisor may also be a Trustee.

#### **14.4. Quorum**

14.4.1 The quorum is three Trustees/Governors who are members of the Committee.

#### **14.5. Voting at Committee meetings**

14.5.1 Only Trustees who are members of the Committee may vote at Committee meetings.

14.5.2 Any recommendations or decisions made by the Performance Management Committee must be agreed unanimously.

#### **14.6. Appointment of Chair**

14.6.1 The Chair of the Committee will be elected on an annual basis.

14.6.2 In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

#### **14.7. Clerk**

14.7.1 The clerk of the Committee is the secretary of the company but other persons may be appointed to undertake this function as necessary.

14.7.2 In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

14.7.3 The clerk will circulate an agenda and papers for each meeting at least a week before the Committee meeting.

#### **14.8. Recording and reporting the proceedings of Committee meetings**

14.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decision will be recorded. The written record will be forwarded by the clerk to the Committee to the

clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees.

14.8.2 The Chair of the Committee will be responsible for giving an oral summary of the Committee's deliberations if necessary at meetings of the Board of Trustees.

#### **14.9. Frequency of meetings and programme of work**

14.9.1 The Committee will meet as often as is necessary to fulfil its responsibilities and at least once per academic year.

#### **14.10. Review Date**

14.10.1 This Committee's meeting arrangements and terms of reference will be reviewed at the first meeting of the board of directors in the autumn term

## **Appendix 1**

### **Local Governing Body Terms of Reference**

1. Implementation of the Curriculum to include the review and monitoring of all curriculum policies to include;

- Ensuring the academy is meeting National Curriculum requirements and to review the Curriculum Policy Statement
- To review & update an agreed form of Self Evaluation
- To review the outcomes of parent and pupil surveys
- To monitor & review the School's Improvement Plan
- To produce a Relationships education, relationships and sex education (RSE) and health education statement
- To produce a RE & Collective Worship Policy
- To review the Academy Prospectus
- To produce & Review the Special Educational Needs Policy
- To report to parents according to statutory requirements
- To Agree an Home/School Agreement
- To monitor the effectiveness of English & Maths & other subject policies as required

- To appoint link Governors that meet the requirements of the school, for example Pupil Premium, SEND, Curriculum, plus any other area as recommended by the Head Teacher/CEO

2. To ensure the safety and welfare of all staff and students to include the review and monitoring of all policies to include

- Compliance with DfE Guidance
- Compliance with all child protection and SEN requirements
- Working with the local community to embed good practice

3. To implement all Premises and health and safety issues, to include a review and monitoring of all policies to include;

- The Monitoring of Risk Assessment Procedures
- The production of a letting policy and the review annually of the charges for hire of academy premises and conditions of use
- Inspecting the academy site and buildings to enable maintenance and improvement, including security
- Agreeing the procedures for Off- Site education
- Compliance with the Academy Trust's Health & Safety Policy
- Considering training needs with regard to site and health and safety
- Compliance with current fire safety legislation & regulations
- Receive reports/audits from Health & Safety representatives
- Maintaining the accident statistics and trends so that reports can be made to the Academy Trust Board
- Establishing & reviewing annually the Accessibility and Equality Plans
- Ensuring staff Governors & pupils undertake necessary fire safety training

4. To approve the Extended School work in the School to include;

- Reviewing all activities and production of an annual development plan
- Monitor work to ensure adherence with the plan and assess impact
- Receiving termly reports on progress

## **Responsibilities of the Audit and Risk Committee**

### **External Audit**

1 To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.

2 To recommend the audit fees to the Trust Board and pre-approve any fees in excess of £20,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.

3 To oversee the process for selecting the external auditor and make appropriate recommendations through the Trust Board to the members of the Trust to consider at any general meeting where the accounts are laid before members.

4 To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.

5 To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.

6 To review the performance of the external auditor on an annual basis.

7 To recommend to the Trust Board the appointment / re-appointment of the external auditor.

8 To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

### **Responsible Officer/Internal Audit**

9 To review the programme and ensure that the function is adequately resourced and has appropriate standing within the Trust.

10 To review the reports and recommendations, together with the appropriateness of management's response.

11 To monitor the implementation of action agreed by management in response to reports from the external auditor and Responsible Officer/Internal Auditor.

### **Financial Management & Policies**

12 To keep under review the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Trust Board, paying particular attention to:

- critical accounting policies and practices, and any changes in them
- decisions requiring a major element of judgement
- the extent to which the financial statements are affected by any unusual or
- complex transactions in the year and how they are disclosed
- the clarity and transparency of disclosures
- significant adjustments resulting from the audit
- the going concern assumption
- compliance with accounting standards
- compliance with DfE and legal requirements.

13 To review the Trust's policy and procedures for handling allegations from whistle-blowers.

14 To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.

15 To receive reports on the outcome of investigations of suspected or alleged impropriety.

16 To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.

17 To ensure that any significant losses are investigated and reported to the DfE where required.

18 To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.

19 To review the adequacy and robustness of risk registers.

20 To keep under review the adequacy and effectiveness of the Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, the Responsible Officer, the external auditor and any other relevant independent assurances or reports (eg from the National Audit Office).

21 To review all risk and control related disclosure statements, in particular the Trust's annual "Statement on Internal Control", together with any associated reports and

opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.

22 To review any recommendations made by the Secretary of State for Education for improving the financial management of the Academies.

### **General**

23 To review or investigate any other matters referred to the Committee by the Trust Board.

24 To draw any significant recommendations and matters of concern to the attention of the Trust Board.

### **Strategic Finance and Resources Committee Terms of Reference**

1. To prepare/review, in association with the CEO of the Academy, and other relevant staff, the indicative annual budget, as notified by the EFA.
2. To approve the initial budget for the academic year and recommend acceptance/non acceptance to the Trustees.
3. To contribute to the formulation of the academy's improvement plan, through the consideration of financial priorities and proposals, in consultation with the CEO of the Academy.
4. To ensure the annual budget plan has been prepared in line with the principles of Best Value established by the Trust.
5. To receive details of the Academies actual surplus/deficit and devise, in association with the CEO, its use/recovery and to report this clearly to the Trustees and EFA.
6. To prepare/review/approve, in association with the CEO and other relevant staff, medium term financial projections in accordance with the requirements of the Trust's financial regulations.
7. To receive, quarterly, budget monitoring reports which enable the current and predicted end of financial year situation of the Academy to be determined.
8. To approve or recommend to the Trustees appropriate action on changes to the budget during the financial year.
9. To receive bids for external funding for approval.
10. To receive financial information which will enable the Committee to ensure Academies Financial Regulations and Standing Orders are being complied with.
11. To Monitor compliance with the Academies Scheme of Financial Delegation as approved by the Trustees and outlined below:-
  - The trust will retain overall responsibility for any major items of expenditure and income over the value of £50,000 for individual items
  - The CEO will approve all bids for funding up to the value of £49,999
  - The CEO will approve any expenditure on an individual order over the value of £10,000 (Primary) / £25000 (Secondary) up to £49,999
  - All orders over the value of £10,000 (Primary) and £25000 (Secondary) must be countersigned by the CEO
  - Trust COO to authorise budget virements up to £10,000
  - The CEO to authorise budget virements from £10,001 up to the value of £40,000

- The Resources Committee to authorise virements over £40,001
12. To approve, reject or amend the financial implications of any decisions made by any other committee.
  13. To assess the financial progress in achieving the objectives in the School Improvement Plans.
  14. To ensure the accounting system meets the needs of the Academy by having in place systems for cash and banking, payroll, purchases, income, and security of assets.
  15. To prepare a scale of changes for Academy activities for approval by the Trustees.
  16. To approve scales of changes for any use of the Academy premises.
  17. To review the leases and contracts as and when necessary, in accordance with delegated limits.
  18. To authorize the write-off of debts in accordance with prevailing DfE rules
  19. To approve the finances for the Academies Pay Policy for approval by the Trustees.
  20. To review the financial implications on the budget of the operation of the Academies Pay Policy and Performance Managements Policy.
  21. To authorise changes to the Academy's staffing establishment with the exception of the CEO
  22. To ensure appropriate personnel management procedures are in place to include;
    - Staff Grievance and Discipline
    - Staff dismissal, redundancy and redeployment
    - Consideration of applications from staff for variation to contract (secondments, early retirements, leave of absence, job share etc.)
    - Ensuring all personnel records are held securely
    - A review of staff work/life balance, working conditions and well- being, including the monitoring of absence
    - Implementation of the Performance Management Policy
    - Equal Opportunities
    - Establishing & maintaining a rolling programme for Criminal Background Checks (DBS)
    - Ensure compliance with Academy Workforce Census
  23. To ensure an annual review is carried out on all employee contracts to ensure pay is in accordance with the contracts and performance management.
  24. To agree appointment panel
  25. Consider, monitor and update all premises management procedures.

#### **Discipline Committee Terms of Reference**

- To review certain exclusions as defined in the Secretary of State's guidance
- To consider representations about an exclusion made by the parents of an excluded child
- To consider the appropriateness of any permanent exclusion, or any exclusion where one or more fixed period of exclusions total more than 15 school days in one term
- To consider representations from all parties in deciding whether or not to uphold or reinstate a fixed term or permanent exclusion
- To apply any other obligations contained in the Secretary of State's guidance
- To consider any staff discipline issues in relation to the CEO

#### **Admissions Committee Terms of Reference**

- To monitor compliance with Annex 2 of the Funding Agreement
- To consider matters relating to admissions referred to the Committee by the Board of Trustees or a Local Governing Body, as directed by the CEO
- To provide advice and recommendations to the Board of Trustees on admissions issues

### **Appeals Committee Terms of Reference**

- To hear any appeal arising from the implementation of any Academy Trust policy
- To hear staff dismissal appeals
- To hear staff disciplinary appeals
- To hear appeals on pay grading and or pay awards
- To hear staff appeals on redundancy
- To hear staff appeals on grievance
- To hear Complaints
- To hear any Confidential Reporting Disclosure
- To hear any other appeal referred by the Academy Trust

### **Performance Management Committee Terms of Reference**

- To approve the Performance Management Scheme for the current academic year
- To receive termly progress reports on the performance of the CEO, in relation to previously agreed objectives and success criteria
- To advise the Board of Trustees on all matters related to the Performance Management Scheme

### **Standards Committee Terms of Reference**

- To agree targets for each school
- To monitor pupil attainment and progress on a termly basis
- To evaluate impact of the school improvement plans on raising attainment and progress
- To evaluate the impact of Pupil Premium expenditure and publish an annual report
- To review the schools' performance against others both locally and nationally

## **Appendix 2**

### **Appointment of Staff**

To ensure a transparent interview process, the Trust has agreed the following appointment panel within the Academy;

#### Support Staff

- CEO or Headteacher / Heads of School
- Trust COO / SLT Member
- 1 Governor (optional)

#### Teaching Staff

- CEO or Heads of School
- Trust COO / SLT Member
- 1 Governor (optional)

#### Senior Management Team



- CEO and Heads of School
- 1 Governor/Trustee

Executive Leadership Team (CEO Appointment)

- 2 Trustees to include Chair of the Trust Board
- HR Advisor
- 1 Governor

**Appendix 3**

**Tendering Limits**

It is important that all purchases show best value has been achieved; to do this the Trust has adopted the follow procedures, which must be adhered to by all Budget Holders:

<b>Estimated Value of Goods, Services or Construction Works</b>	<b>Minimum Number of Quotes/ Tenders</b>	<b>Method of Inviting Quotes/ Tenders</b>	<b>Basis of Selecting Supplier/ Contractor</b>	<b>Records Required</b>	<b>Formal Contract Required</b>
500-1,000	Purchaser to ensure Academy getting value for money	Verbal	Purchasing Knowledge	Note to be made of Source, name and amount of quotes obtained	No

1,001–3,000	Purchaser to ensure Academy getting value for money	Informal Written quotation	Purchasing Knowledge/Trade Directories	Written note of source, name and amount of quotes must be obtained	No
3,001–25,000	3 to be obtained	Formal Written Quotation	Purchasing Knowledge/Trade Directories Council's Approved/Special List	Quotations received, written note of quotations requested	No
25,001 and over	4 to be Invited	Sealed Tenders	Advertisement/Trade Directories Council's Approved/Special List	Tender Schedule and tenders	Yes Where Value Exceeds £100,000

All of the above limits are exclusive of VAT

## Appendix 4

### Role of the Staffing/Redundancy Committee

The Trust will first approve the aims, objectives, finance, and outcomes for organisational changes/redundancies in accordance with their powers and duties.

The Chair of the Redundancy Committee along with the Principal / Head of School / Head teacher, supported by an appropriate officer from Human Resources will facilitate change by overseeing the planning, consultation and implementation of change in a transparent and positive way.

The role of the Redundancy Committee will be to:

- Acknowledge and discuss the proposals set out by the Principal / Head of School / Head teacher.
- Notify relevant Trade Unions and Human Resources Providers at the earliest opportunity of potential redundancies.

- Provide written notice to the recognised trade unions regardless of the number of employees it is proposed to make redundant, highlighting the potential numbers and the types of role affected and by when this is proposed to take effect.
- Issue a Section 188 notice letter when it is proposed that 20 or more staff are affected.
- Determine appropriate selection criteria in consultation with recognised Trade Unions.
- Outline the skills matrix to be completed by employees, in consultation with recognised Trade Unions.
- Outline the redundancy timetable consultation with recognised Trade Unions.
- Consider proposals put forward during the consultation process and formally respond.
- At the end of the consultation, consider the information provided by the Head teacher on the staff skills and experience summary sheet and make the final decision on which post(s) are to be declared redundant based on the agreed criteria.
- Subsequently hear representations from the employee(s) whose posts(s) are selected for redundancy where the employee exercises their right to such a meeting.
- Notify employees, in writing, the outcome of the meeting and rights to appeal and redundancy compensatory figures if applicable.
- At appeal meetings the Chair of the Redundancy Committee will present the case to the Appeal Committee. There may be instances where the Principal / Head of School / Head teacher is required in addition to support the Chair.

#### **Role of the Appeal Committee**

The role of the Appeal Committee will be to:

- Hear any appeals from employees together with representations from the Principal / Head of School / Head teacher and Chair of the Redundancy Committee.
- Notify the employee, in writing, the outcome of the Appeal.